

PAYMENT SCHEDULE

Contract No : NK20213916
Date : 12/04/04
Page : 1 of 1

Customer Name : DELPHI AUTOMOTIVE SYSTEMS CORP

Period : 10/01/04 - 09/30/05

Invoicing Timing : ANNUAL IN ADVANCE

Site Number : Site Name

10/01/04 - 09/30/05
NS0581805

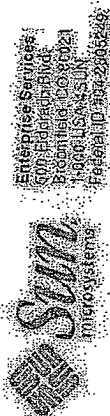
DELPHI AUTOMOTIVE SYSTEMS CORP

10/01/05 - 04/30/06
NS0581805

DELPHI AUTOMOTIVE SYSTEMS CORP

9,593.56 USD
9,593.56 USD

5,596.24 USD
5,596.24 USD



Sun Microsystems, Inc.
C/O Bank of America
12120 Collection Center Drive
CHICAGO

REMIT TO:

BILL TO ID NO. 171617-10182890

DELPHI AUTOMOTIVE SYSTEMS CORP
ACCOUNTS PAYABLE
PO BOX 9005
BLDG MS 9A241
KOKOMO


IL 60693-1212

INVOICE NO.	PAGE
10792752	1 of 1
INVOICE DATE	24-JUN-05

STEPHEN GARCIA
303-272-6780
1-800-USA-4SUN

DIRECT BILLING INQUIRIES TO:

DIRECT SERVICE/CONTRACT INQUIRIES TO:

CONTRACT NUMBER		PURCHASE ORDER NUMBER		TERMS		INVOICE DUE DATE		DIRECT SERVICE/CONTRACT INQUIRIES TO			
NK20202584		450110454		NET 30		24-JUL-05		1-800-USA-4SUN			
ITEM	CLIN	SVC LEVEL	MKT PART #	DESCRIPTION		INV FROM DT	INV TO DT	QUANTITY	TAX	UNIT PRICE	EXTENSION
1		SGLD		SITE LOCATION: 171617-10182941 DELPHI AUTOMOTIVE SYSTEMS CORP ONE CALL 701 CONGRESSIONAL BLVD CARMEL IN 46032 A26# Sun Spectrum II Gold 921H221E		01-JUN-2005	31-MAY-2006	1.00	N	3119.95	3119.95
											
***** * PLEASE PROVIDE COMPLETE INVOICE NUMBER ON YOUR REMITTANCE TO * * ENSURE ACCURATE APPLICATION OF YOUR PAYMENT. THANK YOU * *****											
SUBTOTAL:										3119.95	
TOTAL TAX:										.00	
GRAND TOTAL:										3119.95	

1

DB-17401202

DIC-FOUR

FORM DB-1/4/02-02

DDC-FORM

(CSEP) DT-1-1 INV-588

DELPHI

Delphi Electronics and Safety
Page 1 of

Buyer:

DELPHI
ELECTRONICS & SAFETY
P.O. Box 9005
KOKOMO IN 46904-9005

Deliver to:

DELPHI DELCO ELECTRONICS CORP
ATTN: MANUAL RECEIPTS MS-CTA229
No physical shipment
KOKOMO IN

SUN MICROSYSTEMS INC
1000 TOWN CTR STE 1700
SOUTHFIELD MI 48075-1233

Purchase Order

PO Number
450110454
Version
06/21/2005 15:18:50

Date Issued
06/21/2005

Delivery Date: 05/31/2006

Vendor No: 1012823
DUNS No: 147551386

Payment Terms: ZMN2

Currency: USD

Payment settled on 2nd, 2nd Month

Incoterms: FCA-Freight Forwarder's Dock

Item No.	Material No/Item Identifier No	Description	Total Order Quantity	Plant	Requester
00010	PR10168813 00010	SERVICE - HARDWARE SUPPORT SUN GOLD SUPPORT FOR SERIAL NO. 921H221E PER QUOTE NUMBER 1336747/1 DATED APR-06-2005 REQUESTER: GENA MASSEY (765)947-5482	1.000	DAHQ DELPHI D HEADQUARTERS	MASSEY/5482
Delivery Date: 05/31/2006			Scheduled Quantity: 1.000	Price: 3,119.95	Price Unit: 1 PU
Net Line Item Value:				USD	Value: 3,119.95
Total net value					USD 3,119.95

Notes:

Purchasing Contact: Rivard, Gregory R

Phone: 248-813-1449

Fax: 248-813-1744

Contact Address:

Delphi Headquarters IT
5820 Delphi Dr.,
TROY MI 48098

Date and Time Printed: 06/21/2005 15:18:50

DELPHI

Delphi Electronics and Safety

Page 2 of

SUN MICROSYSTEMS INC
1000 TOWN CTR STE 1700
SOUTHFIELD MI 48075-1233

Purchase Order

PO Number
450110454
Version
06/21/2005 15:18:50

Date Issued
06/21/2005

Item No.	Material No/Item Identifier No.	Description	Total Order Quantity	Plant	Requester
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Notes Continued:

THIS ORDER REPLACES PO EKS58915.

REFERENCE QUOTE 1336747/1 FOR ITEM PRICES AND SERVICE LEVEL DESCRIPTIONS ONLY

DELPHI'S MASTER AGREEMENT FOR THIS ORDER IS AR-72857

TERMS AND CONDITIONS ON FILE AT DELPHI AND SUN APPLY TO THIS ORDER

DELPHI RESTATES ITS RIGHT TO TERMINATE THIS SERVICE CONTRACT WITH 30 DAYS WRITTEN NOTICE. PLEASE CONFIRM THIS RIGHT WITH MICHAEL SERR, DELPHI SERVICES ACCOUNT MANAGER.

THIS ORDER REQUIRES AN INVOICE FOR PAYMENT PROCESSING.
PLEASE SUBMIT YOUR FINAL INVOICE TO:

DELPHI DELCO ELECTRONICS CORP
ATTN: MANUAL RECEIPTS PROCESSING MS-9A241
PO BOX 9005
KOKOMO, IN 46904-9005

*****SALES AND USE TAX EXEMPTION*****
DO NOT BILL SALES OR USE TAX ON ITEMS DELIVERED TO
ALL SHIPPED TO LOCATIONS WITHIN THE STATES LISTED
BELOW.

DELPHI AUTOMOTIVE SYSTEMS, LLC ("DELPHI")
HOLDS DIRECT PAY AUTHORITY WITH THESE STATES. AS A
RESULT, IN ALL OF THE IDENTIFIED STATES, DELPHI WILL
REMIT DIRECTLY TO TAXING AUTHORITIES. ALL SALES OR
USE TAX LIABILITY RELATED TO ITS PURCHASE AND USE OF
TANGIBLE PERSONAL PROPERTY AND SERVICES.

THEREFORE, EFFECTIVE IMMEDIATELY, THIS TAX CLAUSE SUPERSEDES
ALL TAX CODE INFORMATION FOUND ON THIS ORDER EXCEPT
FOR THOSE STATES NOT IDENTIFIED BELOW.

FOR THOSE STATES NOT IDENTIFIED BELOW, PLEASE CONTINUE TO
FOLLOW THE SPECIFIC TAX CODE INSTRUCTIONS FOUND ON
THIS ORDER.

LISTED BELOW ARE DIRECT PAY PERMIT OR
SALES TAX LICENSE NUMBERS FOR THE ELEVEN (11) STATES
OR DELPHI LOCATIONS WITHIN A STATE, WHERE DELPHI
HOLDS DIRECT PAY AUTHORITY.

ALABAMA 803 NEW JERSEY 363-431-131/000
GEORGIA 300-45870-8 NEW YORK DP-3487
INDIANA 10187021300 OHIO 98-002667

DELPHI

Delphi Electronics and Safety

Page 3 of

SUN MICROSYSTEMS INC
1000 TOWN CTR STE 1700
SOUTHFIELD MI 48075-1233

Purchase Order

PO Number
450110454

Date Issued
06/21/2005

Version
06/21/2005 15:18:50

Item No.	Material No/Item Identifier No.	Total Order Quantity	Plant
Description			Requester

Notes Continued:

KANSAS 98-0003A TEXAS 1-38-3431131-1
MICHIGAN 38-3431131 WISC. WDP-99-01-010037
MISSISSIPPI 4375

ANY QUESTIONS ON THE ABOVE SHOULD BE DIRECTED TO
DELPHI DISBURSEMENTS-CUSTOMER CENTER



DELPHI AUTOMOTIVE SYSTEMS CORP

Attention: GENA MASSEY
Office (765)451-0309
Email: gena.massey@delphi.com

Enclosed is your Sun Microsystems, Inc. quotation. To obtain the advantages of Sun Microsystems, Inc., Enterprise Services world-class support, please send your purchase order to the address below. Purchase orders must be made out to SSI. Thank you.

PLEASE READ THE FOLLOWING:

THIS SUN QUOTATION AND ANY ORDER YOU SUBMIT FOR PRODUCTS OR SERVICES IS SUBJECT TO: (1) THE TERMS OF ANY EXISTING SALES AGREEMENT OR SERVICES, THIS QUOTATION REMAINS FIRM FOR THE PERIOD LISTED ABOVE, EXCEPT THAT SUN MAY MODIFY THIS SALES QUOTATION IF THERE IS A TYPOGRAPHICAL ERROR OR THE AVAILABILITY OF PRODUCTS, SERVICES OR CREDIT CHANGE.

ALL ORDERS MUST REFERENCE EITHER YOUR SALES AGREEMENT NUMBER OR THIS SALES QUOTATION AND BE IN CONFORMANCE WITH SUN SALES OR SERVICES. THIS QUOTATION REMAINS FIRM FOR THE PERIOD LISTED ABOVE, EXCEPT THAT SUN MAY MODIFY THIS SALES QUOTATION IF THERE IS A TYPOGRAPHICAL ERROR OR THE AVAILABILITY OF PRODUCTS, SERVICES OR CREDIT CHANGE.

Recurring Charges
Total Hardware 3,119.95 USD
Total Software 0.00 USD
Total Quote Value 3,119.95 USD

Quote Number: 1336747/1
Source Contract: NK20202584
Date: May-01-2005
Valid Until: Jun-30-2005
Page 1 of 7

Duration/Period: Jun-01-2005 to May-31-2006
Billing Frequency: ANNUAL IN ADVANCE
Master Agreement Number: AR-72857

To obtain the advantages of Sun Microsystems, Inc., Enterprise Services world-class support, please send your purchase order to the address below. Purchase orders must be made out to SSI. Thank you.

PLEASE READ THE FOLLOWING:
THIS SUN QUOTATION AND ANY ORDER YOU SUBMIT FOR PRODUCTS OR SERVICES IS SUBJECT TO: (1) THE TERMS OF ANY EXISTING SALES AGREEMENT OR SERVICES, THIS QUOTATION REMAINS FIRM FOR THE PERIOD LISTED ABOVE, EXCEPT THAT SUN MAY MODIFY THIS SALES QUOTATION IF THERE IS A TYPOGRAPHICAL ERROR OR THE AVAILABILITY OF PRODUCTS, SERVICES OR CREDIT CHANGE.

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ALL QUOTATIONS ARE CONTINGENT UPON CUSTOMER'S COMPLIANCE WITH APPLICABLE EXPORT/IMPORT REGULATIONS. THIS SALES QUOTATION REMAINS FIRM FOR THE PERIOD LISTED HEREIN, EXCEPT THAT SUN MAY MODIFY THIS SALES QUOTATION. (1) IN THE CASE OF TYPOGRAPHICAL ERROR HEREIN, (2) SHOULD THERE BE A CHANGE IN YOUR CREDIT STATUS WITH SUN, ANY MODIFICATION, ADDITION, OR WAIVER OF ANY OF THE SUN SALES TERMS OR OF THE CONTENT OF THIS SALES QUOTATION WILL BE VALID ONLY IF STATED IN A WRITING, OR ELECTRONIC EQUIVALENT THEREOF, SIGNED BY AN AUTHORIZED REPRESENTATIVE OF SUN. SUN EQUIPMENT, OR PARTS OR COMPONENTS OF SUN EQUIPMENT, MAY BE NEW OR USED. REGARDLESS, SUN WARRANTY TERMS APPLY. FOR GSA CUSTOMERS ONLY: THIS QUOTATION IS BASED ON THE GSA SCHEDULE GS-35F-07021 IN EFFECT THROUGH AUGUST 31, 2005.

Sun Microsystems, Inc.
SSI
35 Battery Street
Floor 2
San Francisco, CA
4111

Quote Number: 1336747/1
Source Contract: NK20202584
Date: May-01-2005
Valid Until: Jun-30-2005

Page 2 of 7

Renewal Quotation For Enterprise Services



Comments:

Please fax PO to 415-962-5956

Please make your PO out to our billing and collections agent:

SSI

735 Battery St.

San Francisco, CA 94111

NET 30 TERMS MUST BE ON PO

Thank You,

Som Puangladda

Sun Microsystems

Tel: 415-901-4184

Fax: 415-962-5956

Sun Microsystems, Inc.
SSI

735 Battery Street
Floor 2

San Francisco, CA
94111

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Quote Number: 1336747/1
Source Contract: NK20202384
Date: May-01-2005
Valid Until: Jun-30-2005

Page 3 of 7

Renewal Quotation For Enterprise Services

Duration/Period: Jun-01-2005 to May-31-2006
Billing Frequency: ANNUAL IN ADVANCE
Master Agreement Number: AR-72857



DELPHI AUTOMOTIVE SYSTEMS CORP

Attention: GENA MASSEY
Office: (765) 451-0309
Email: gena.massey@delphi.com

Coverage Hours and Response Times
Standard phone coverage hours
Standard on-site coverage hours
Response times: Urgent (phone/on-site)
Response times: Serious (phone/on-site)
Response times: Not Critical (phone/on-site)

Parts Replacement
7x24 hour on-site coverage
7x24 hour phone coverage
2 hours on-site response
Replacement hardware parts overnight
5x24 hour on-site coverage
7x12 hour on-site coverage
Sun VIP
Time to Repair

Gold (SGLD)

7x24

8am-8pm Mon-Fri

Live transfer/4 hr

2 hr/Next day

Live Transfer/Cust Convenience

On-Site Technician

Option (+20%)

Included

Option (+30%)

not available

Option (+10%)

Option (+10%)

Included

not available

Sun Microsystems, Inc.
SSI
735 Battery Street
Floor 2
San Francisco, CA
94111

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Quote Number: 1336747/1
Source Contract: NK20202584
Date: May-01-2005
Valid Until: Jun-30-2005
Page 4 of 7

Renewal Quotation For Enterprise Services

Detailed Product Schedule

Duration/Period: Jun-01-2005 to May-31-2006
Billing Frequency: ANNUAL IN ADVANCE
Master Agreement Number: AR-72857

DELPHI AUTOMOTIVE SYSTEMS CORP.

Attention: GENA MASSEY
Office: (765) 451-0309
Email: genal.massey@delphi.com

Recurring Charges Hardware

#	Qty	Product number	Description Line	LOS	Serial No.	Asset No.	Host ID	Host Name	Location	Sales Order No.	Unit Price	Quantity	Unit Price	Line Start Date	Line End Date	Total Net Price (USD)
1	1	A26	B250 SERVER FAMILY	SCLD	921H221E											3,119.95

COMPETITIVE
NEGOTIATED
DISCOUNT

VOLUME
DISCOUNT

Software

#	Qty	Product number	Description Line	LOS	S/W Version	Host ID	Host Name	Location	Sales Order No.	Unit Price	Quantity	Unit Price	Line Start Date	Line End Date	Total Net Price (USD)
2	0	SCOL-1M	Solaris Multilingual 1Y ESD	SCLD											0.00

Total Hardware

Total Software

Recurring Charges	Totals in USD
Total Hardware	Year 1 3,119.95
Total Software	Year 1 0.00
Total Quote Value	Year 1 3,119.95

ALL QUOTATIONS ARE CONTINGENT UPON CUSTOMER'S COMPLIANCE WITH APPLICABLE EXPORT/IMPORT REGULATIONS. THIS SALES QUOTATION REMAINS FIRM FOR THE PERIOD LISTED HEREIN, EXCEPT THAT SUN MAY MODIFY THIS SALES QUOTATION, CHANGE, OR CANCEL THEREIN, IF A CHANGE IN YOUR CREDIT STATUS WITH SUN, ANY MODIFICATION, ADDITION, OR WAIVER OF ANY OF THE SUN SALES TERMS OR OF THE CONTENT OF THIS SALES QUOTATION WILL BE VALID ONLY IF STATED IN A WRITING, OR ELECTRONIC EQUIVALENT THEREOF, SIGNED BY AN AUTHORIZED REPRESENTATIVE OF SUN, SUN EQUIPMENT, OR PARTS OR COMPONENTS OF SUN EQUIPMENT, MAY BE NEW OR USED, REGARDLESS, SUN WARRANTY TERMS APPLY. FOR USA CUSTOMERS ONLY: THIS QUOTATION IS BASED ON THE GSA SCHEDULE GS-35P-0702 IN EFFECT THROUGH AUGUST 31, 2005.

Sun Microsystems, Inc.
SSI
735 Battery Street
Floor 2
San Francisco, CA
94111

Quote Number: 1336747/1
Source Contract: NK20202584
Date: May-01-2005
Valid Until: Jun-30-2005
Page 5 of 7

Renewal Quotation For Enterprise Services

Contact Details

Dear Customer Please review the list of contacts provided and send any amendments to the address provided

Quote Customer Address

Billing Contact Address

DELPHI AUTOMOTIVE SYSTEMS CORP NS0595778
PO BOX 9005
BLDG MS 9A241
KOKOMO
IN US 46904

Contact ID
NP01030068

Contact Name
ACCOUNTS PAYABLE

Phone
900 999 9999

Email

Quote Contact Address

DELPHI AUTOMOTIVE SYSTEMS CORP NS0381882
1450 W LONG LAKE RDD
TROY
MI US 48098

Contact ID

Contact Name

Phone

NP01030065 GREGORY RIVARD

248 267-5529

Fax

Email

gregory.rivard@delphi.com

Contact Type
(Priority)
CO(d)

Quote Contact Address

DELPHI AUTOMOTIVE SYSTEMS CORP NS0468929
1697 N TOUBY PIKE
KOKOMO
IN US 46901

Sun Microsystems, Inc.

SSI
735 Battery Street
Floor 2
San Francisco, CA
94111

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Quote Number: 1336747/1
Source Contract: NK20202584
Date: May-01-2005
Valid Until: Jun-30-2005
Page 6 of 7

Renewal Quotation For Enterprise Services

Contact Details

Contact ID: NP01030171
Contact Name: JOHN MANSUR
Phone: 765-451-0364
Fax: 765-451-0364
Email: john.m.mansur@delphi.com
Contact Type (Priority): SA(1), SW(1)

Quote Contact Address
DELPHI AUTOMOTIVE SYSTEMS CORP NS0595379
1151 EAST LINCOLN RD
KOKOMO
IN US 46904

Contact ID: NP01030168
Contact Name: GENA MASSEY
Phone: 765-451-0309
Fax: 765-451-0309
Email: gena.massey@delphi.com
Contact Type (Priority): SW(4)

Quote Contact Address

DELPHI AUTOMOTIVE SYSTEMS CORP NS0595380
1427 W 86TH ST ST 123
INDIANAPOLIS
IN US 46260

Contact ID: NP01030173
Contact Name: TOM HOLT
Phone: 317 908-1591
Fax: 317 908-1591
Email: tomh@na.inthebay.com
Contact Type (Priority): SW(3)

KEY:

CO:Contract Contact, SA:Sword All Contact, SW:Software Contact

ALL QUOTATIONS ARE CONTINGENT UPON CUSTOMER'S COMPLIANCE WITH APPLICABLE EXPORT/IMPORT REGULATIONS. THIS SALES QUOTATION REMAINS FIRM FOR THE PERIOD LISTED HEREIN, EXCEPT THAT SUN MAY MODIFY THIS SALES QUOTATION: (1) IN THE CASE OF TYPOGRAPHICAL ERROR HEREIN, (2) SHOULD THE AVAILABILITY OF THE PRODUCTS OR SERVICES ORDERED CHANGE, OR (3) SHOULD THERE BE A CHANGE IN YOUR CREDIT STATUS WITH SUN. ANY MODIFICATION, ADDITION, OR WAIVER OF ANY OF THE SUN SALES TERMS OR OF THE CONTENT OF THIS SALES QUOTATION WILL BE VALID ONLY IF STATED IN A WRITING, OR ELECTRONIC EQUIVALENT THEREOF, SIGNED BY AN AUTHORIZED REPRESENTATIVE OF SUN. SUN EQUIPMENT, OR PARTS OR COMPONENTS OF SUN EQUIPMENT, MAY BE NEW OR USED, REGARDLESS, SUN WARRANTY TERMS APPLY. FOR GSA CUSTOMERS ONLY: THIS QUOTATION IS BASED ON THE GSA SCHEDULE GS-SF-0702 IN EFFECT THROUGH AUGUST 31, 2005.

Sun Microsystems, Inc.
SSI
735 Battery Street
Floor 2
San Francisco, CA
94111



Quote Number: 1336747/1
Source Contract: NK20202584
Date: May-01-2005
Valid Until: Jun-30-2005

Page 7 of 7

Renewal Quotation For Enterprise Services

Contract Information Request Form

Dear customer: Please complete each applicable section and return the form to the contact listed at the bottom of the page.
Purchase Order Number (if applicable):

Tax ID Number:

Contract Address:
Billing Address:
Equipment Site Address:

Contract Address:
Billing Address:
Equipment Site Address:

Contract Address:
Billing Address:
Equipment Site Address:

Contract Address:
Billing Address:
Equipment Site Address:

Commercial Contact:
Software Distribution Contact:
Hardware Contact:
Educational Contact:
Project Contact:
Name, Address:

Phone:
Fax:
Email:

Commercial Contact:
Software Distribution Contact:
Hardware Contact:
Educational Contact:
Project Contact:
Name, Address:

Phone:
Fax:
Email:

Commercial Contact:
Software Distribution Contact:
Hardware Contact:
Educational Contact:
Project Contact:
Name, Address:

Phone:
Fax:
Email:

Commercial Contact:
Software Distribution Contact:
Hardware Contact:
Educational Contact:
Project Contact:
Name, Address:

Phone:
Fax:
Email:

Commercial Contact:
Software Distribution Contact:
Hardware Contact:
Educational Contact:
Project Contact:
Name, Address:

Phone:
Fax:
Email:

Sun Microsystems, Inc.
SSI
735 Battery Street
Floor 2
San Francisco, CA
94111

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REMIT TO:
 Sun Microsystems, Inc.
 C/O Bank of America
 12120 Collection Center Drive
 CHICAGO IL 60693-1212

BILL TO ID NO: 319888-10160182
 DELPHI CORPORATION
 ACCOUNTS PAYABLE
 PO BOX 4330
 480-413-200
 TROY MI 48099-4330

DIRECT BILLING INQUIRIES TO:
 STEPHEN GARCIA
 303-272-6780
 1-800-USA-4SDN

DIRECT SERVICE CONTRACT INQUIRIES TO:

INVOICE NO.	PAGE
10816630	1 of 2
INVOICE DATE	
03-OCT-05	

CONTRACT NUMBER		PURCHASE ORDER NUMBER		TERMS		INVOICE DDED DATE				
NK20190952		DWS07711		NET 30		02-NOV-05				
ITEM	CLIN	SVC LEVEL	MKT PART #	DESCRIPTION	INV FROM DT	INV TO DT	QUANTITY	TAX	UNIT PRICE	EXTENSION
1		SGLD		SITE LOCATION: 319888-1310219 DELPHI CORPORATION WORLD HEADQUARTERS 5725 DELPHI DR TROY MI 48098-2815 CPUBD-484-1200# Sun Spectrum II Gold	01-OCT-2005	30-SEP-2006	3.00	N	5559.54	16678.62
2		SGLD		0338HH34F3-CPUBD1 0338HH34F3-CPUBD2 F6800# Sun Spectrum II Gold	0338HH34F3-CPUBD3					
3		SGLD	0338HH34F3	N32-XUB2-9S-2002N2H Sun Spectrum II Gold HN3352143 HN33735264 HN33836304	01-OCT-2005	30-SEP-2006	1.00	N	33719.81	33719.81
4		SGLD		SG-MT2-H2D1T1# Sun Spectrum II Gold 0338HH34F3-H2D	01-OCT-2005	30-SEP-2006	7.00	N	2175.47	15228.29
5		SGLD		X7057A# Sun Spectrum II Gold 0338MM2182 0338MM2184	01-OCT-2005	30-SEP-2006	1.00	N	747.13	747.13
					01-OCT-2005	30-SEP-2006	2.00	N	5218.93	10437.86

FORM 96-17A (12-02)

DGC-FORM



Sun Microsystems, Inc.
C/O Bank of America
12120 Collection Center Drive
CHICAGO
IL 60693-1212

REMIT TO:

BILL TO/DNO: 319888-10160182

DELPHI CORPORATION
ACCOUNTS PAYABLE
PO BOX 4330
480-413-200
TROY

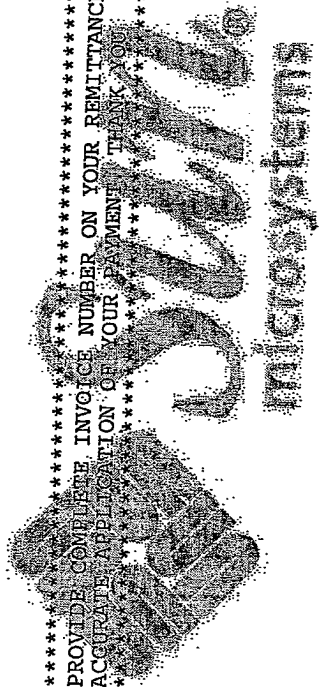
MI 48099-4330

DIRECT BILLING INQUIRIES TO:

DIRECT SERVICE/CONTRACT INQUIRIES TO:

STEPHEN GARCIA
303-272-6780
1-800-USA-4SUN

INVOICE NO. 10816630
PAGE 2 of 2
INVOICE DATE 03-OCT-05

CONTRACT NUMBER	PURCHASE ORDER NUMBER	TERMS	INVOICE DUE DATE	QUANTITY	TAX	UNIT PRICE	EXTENSION
NK20190952	DWS07711	NET 30	02-NOV-05				
ITEM	CLIN	SVC LEVEL	MKT PART #	DESCRIPTION	INV FROM DT	INV TO DT	
				<p>***** PLEASE PROVIDE COMPLETE INVOICE NUMBER ON YOUR REMITTANCE TO ***** ENSURE ACCURATE APPLICATION OF YOUR PAYMENT. THANK YOU ***** *****  </p>			
				SUBTOTAL:			76811.71
				TOTAL TAX:			.00
				GRAND TOTAL:			76811.71

December 16 2004

JOE KOKOSZKA
DELPHI CORPORATION
WORLD HEADQUARTERS
5725 DELPHI DR
TROY, MI 48098-2815

Subject: Renewal Contract Acknowledgement

Dear JOE KOKOSZKA,

We want to thank you for contracting with Sun Microsystems, Inc. ("Sun"). Your purchase order has completed our administrative process.

During the contract term, if you should require service, please call 1-800-USA-4SUN (1-800-872-4786). When placing a support call, please reference your SunSpectrum(sm) Support Agreement Contract Number NK20190952.

For Java Enterprise Systems (JES) orders please go to the following website for additional information: <http://www.sun.com/service/solutions/sunjavasystem/jes-welcome.html>

For Java Desktop Systems (JDS) support is accessed through a dedicated service phone number and not through Sun's usual support phone numbers. Please go to the following website for additional information about your JDS support and access instructions: <http://www.sun.com/service/sunjavasystem/jdsserviceguide.html>

If you should have any questions, please contact me. My number can be found on the first page of your Support Agreement.

We look forward to a continued business relationship utilizing our SunSpectrum Support features to complement your business needs.

Sincerely,

INTERNAL REP
Sales Representative



SMI Agreement Number :AR72857
Service or Purchasing Exhibit No. :
Agreement Number :NK20190952
Contract Number :NK20190952
Quote Number :December 16 2004
Date :1 of 4
Page

Support Agreement
Between
Sun Services
Sun Microsystems, Inc. ("Sun")

And
DELPHI CORPORATION
WORLD HEADQUARTERS
5725 DELPHI DR
TROY, MI 48098-2815
"Customer"

This is a Schedule as referenced in either the Sun Microsystems, Inc. ("SMI") Master Terms of Service or in the Sun Customer Support Program Agreement. This document also may function as a Confirmation as referenced in the SMI Customer Agreement of General Terms and accompanying Exhibits. Customer acknowledges that it has agreed to, signed, and returned to Sun, prior to receiving services from Sun, one of (a) SMI Master Terms of Service, (2) Sun Customer Support Program Agreement, or (3) SMI Customer Agreement or General Terms and accompanying Exhibits and that such signed Sun sales agreement applies to the provision of all services to the customer by Sun. Further, Sun will deliver the services ordered by the customer in accordance with the applicable Sun services program module, Sun Service Listing, or Statement of Work. Customer agrees that the Sun Service Listing or Statement of Work, which (a) Customer is purchasing, as identified in this Schedule, and (ii) is available to the Customer to read and print out from Sun's Service List found at <http://www.sun.com/service/service-list/index.html>, is incorporated by reference as part of Customer's applicable Sun sales agreement. The terms in a Sun Service Listing or Statement of Work govern and control over any terms in a quote, purchase order, or this Schedule.

Please review the attached pages. If they are acceptable to you, please issue a purchase order for them referencing your contract and quote numbers, and the date of the quote (all of which are listed in the top, right-hand corner of this page). If Sun provides service for products listed on a Schedule before Customer provides a purchase order to Sun, Customer agrees to pay Sun for such service at the price set forth in the Sun quote and to be bound by the terms and conditions of the applicable Sun sales agreement and exhibits referenced in the above paragraph.

THE FOLLOWING APPLIES TO QUOTATIONS: Please read carefully all of the terms of this sales quotation, including: (1) Sun's terms of sale accompanying this quotation, (unless you already have signed current, applicable terms of sale with Sun providing for purchase from the Sun Service List) and

Sun Microsystems, Inc.
Sun Services
500 Eldorado Boulevard
Broomfield, CO 80021

Sales Representative:
INTERNAL REP

Service Implementation Specialist:
BRANDON CHASE



SMI Agreement Number : AR72857
Service or Purchasing Exhibit No. :
Agreement Number : NK20190952
Contract Number : NK20190952
Quote Number :
Date : December 16 2004
Page : 2 of 4

(2) the applicable Sun Service Listing(s) or statement(s) of work which can be found at <http://www.sun.com/service/serviceist/index.html>. This quotation, Sun's terms of sale, and the applicable Sun Service Listing(s) and statements of work are collectively referred to as "Sun Sales Terms." Sun's offer in this sales quotation is expressly conditioned upon your acceptance of these Sun Sales Terms.

Your placement of an order with Sun confirms your acceptance of the Sun Sales Terms, which will constitute the entire agreement between you and Sun with respect to the sale or license of Sun products and the sale of services identified herein. Sun hereby rejects and will not be bound by any additional or inconsistent terms which you may submit in a purchase order or other purchase documentation.

THE FOLLOWING ALSO APPLIES TO QUOTATIONS: All quotations are contingent upon customer's compliance with applicable export/import regulations. This sales quotation remains firm for the period listed herein, except that Sun may modify this sales quotation: (1) in the case of typographical error herein, (2) should the availability of the products or services ordered change, or (3) should there be a change in your credit status with Sun. Any modification, addition, or waiver of any of the Sun Sales Terms or of the content of this sales quotation will be valid only if stated in a writing, or electronic equivalent thereof, signed by an authorized representative of Sun. For GSA customers only. This quotation is based on the GSA schedule GS-35F-0702J in effect through August 22, 2004. This quotation supersedes all previous quotations.

EFFECTIVE PERIOD: 10/01/05 - 09/30/06

System Support:	76,811.71
Software Items:	0.00
(Excluding Applicable State/Local Taxes)	Contract Total:
	76,811.71

Sun Microsystems, Inc.
Sun Services
500 Eldorado Boulevard
Broomfield, CO 80021

Sales Representative:
INTERNAL REP

Service Implementation Specialist:
BRANDON CHASE



SMI Agreement Number
Service or Purchasing Exhibit No.
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:December 16 2004
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Support Agreement Sun Spectrum Service Options & Discounts

FEATURES:

SPECTRUM GOLD
[SCLD]

CANCEL ON-SITE SUPPORT FOR SOFTWARE
4 HOUR RESPONSE TIME (STANDARD)
7X24X365 TELEPHONE SUPPORT (STANDARD)
PTAS WITH SEMI-ANNUAL ON-SITE REVIEW (STD)
ON-SITE TECHNICIAN (STANDARD)

OPTIONS:

DISCOUNTS:

GOLD 11/7X24X365 ON-SITE F/W UPGRADE
COMPETITIVE/NEGOTIATED DISCOUNT
VOLUME DISCOUNT (NEW)
MULTI-YEAR DISCOUNT (NEW)
PRE-PAID DISCOUNT (NEW)

0%
0%
0%
0%
0%
20%
5%
10%
8%
1%

Sun Microsystems, Inc.
Sun Services
500 Eldorado Boulevard
Broomfield, CO 80021

Sales Representative:
INTERNAL REP

Service Implementation Specialist:
BRANDON CHASE

SMI Agreement Number
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:December 16 2004

Date

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**Support Agreement
Sun Spectrum
Billing Information**

10/01/03

09/30/06

PURCHASE ORDER
DWS07711

CREDIT CARD
NUMBER

BILLING PERIOD:

ANNUAL IN ADVANCE

BILLING ADDRESS:

DELPHI CORPORATION
PO BOX 4330
480-413-200
TROY, MI 48099-4330

PRODUCT SCHEDULE:

AS ATTACHED

SPECIAL NOTE:

Sun Microsystems, Inc.
Sun Services
500 Eldorado Boulevard
Broomfield, CO 80021

Sales Representative:
INTERNAL REP

Service Implementation Specialist:
BRANDON CHASE

PAYMENT SCHEDULE

Contract No : NK20190952
Date : 12/16/04
Page : 1 of 1

Customer Name DELPHI CORPORATION
Period 10/01/05 - 09/30/06
Invoicing Timing ANNUAL IN ADVANCE

Site Number
10/03/05 - 09/30/06
NS0567949

Site Name
DELPHI CORPORATION

76,811.71 USD
76,811.71 USD